

**NO TRANSFER
TAX PAID**

QUITCLAIM DEED WITH COVENANT

Downeast Energy Corp., a Maine corporation, having a place of business in the Town of Brunswick, County of Cumberland and State of Maine, for consideration paid, grants to **The MacMillan Company**, a Maine corporation, having a place of business in the Town of Brunswick, County of Cumberland and State of Maine with a mailing address of 18 Spring Street, Brunswick, Maine 04011 with quitclaim covenant the land and improvements thereon in the City of Waterville, County of Kennebec and State of Maine and more particularly described as follows:

Beginning on the Southeasterly sideline of College Avenue at an iron pipe in the dividing line of land formerly of Motor Supply Company a/k/a Motor Supply Co. and now land of the Grantor by virtue of Warranty Deed from Motor Supply Co. to Snow Flake Canning Co. (now Downeast Energy Corporation, as successor by merger) dated March 18, 1994 and recorded in Book 4648, Page 273 of the Kennebec County Registry of Deeds; thence S 50° 58' 29" E a distance of Two Hundred One and 62/100 (201.62) feet to an iron pin set as shown on "Plan of Property of Down East Energy Corporation, College Avenue, Waterville, Maine" by K & K Land Surveyors, Inc. dated July, 1986; thence S 50° 43' 14" W a distance of Two Hundred Three and 72/100 (203.72) feet along land now or formerly of Maine Central Railroad Company to an iron pin set; thence N 50° 58' 29" W a distance of One Hundred Forty Nine and 12/100 (149.12) feet to an iron pin set on the Southeasterly sideline of College Avenue; thence N 39° 11' 46" E a distance of One Hundred Ninety Nine and 49/100 (199.49) feet along the Southeasterly sideline of College Avenue to the point of beginning.

By acceptance of this deed Grantee hereby covenants and agrees for itself, its successors and assigns, to build and maintain at its sole expense along with the southeasterly side of the above bounded premises any fence which said Grantee, its successors and assigns, may desire or require at any time hereafter, or which any law or government authority may require to be constructed by the Maine Central Railroad Company or the Grantee, its successors or assigns. This covenant is to run with the land hereinabove conveyed, and to be binding upon the Grantee, its successors and assigns, forever.

Meaning and intending to convey, and hereby conveying, the same premises as depicted on Plan of Property of Down East Energy Corporation, College Avenue, Waterville, Maine" by K & K Land Surveyors, Inc. dated July, 1986 (hereinafter sometimes referred to as the "Plan").

Also meaning and intending to convey, and hereby conveying, the same premises described in Quitclaim Deed from Maine Central Railroad Company to Elias A. Joseph and Annie M. Joseph dated October 19, 1945 and recorded in said Registry of Deeds in Book 824, Page 343 and in Quitclaim Deed from Maine Central Railroad Company to Elias A. Joseph and Annie M. Joseph dated March 27, 1946 and recorded in said Registry of Deeds in Book 906, Page 330.

As noted on the Plan, the portion of the premises described in Book 836, Page 342 "is not clearly included in metes & bounds description in Book 2769, Page 56 [the deed from Aviation Oil Company to Down East Energy Corporation], for metes & bounds description see Book 906, Page 330, last specific reference in Book 836, Page 342".

Received Kennebec SS.
06/11/2009 8:45AM
Pages 2 Attest:
RENEE L. BUSTIN-HARTNEY
REGISTER OF DEEDS

58-87-1

2 Edgar S. Collins
49 Pleasant Street Brunswick, ME 04011

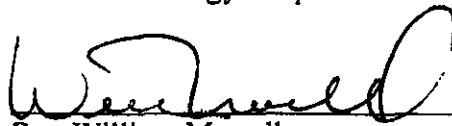
Elias A. Joseph and Annie M. Joseph conveyed the above described premises to Pineland Oil Co., Inc. by Quitclaim Deed dated April 10, 1946 and recorded in Book 836, Page 342. The metes and bounds description of the parcel conveyed in such deed did not mirror the descriptions in the two deeds from Maine Central Railroad Company to Elias A. Joseph and Annie M. Joseph, but such deed stated "Meaning and intending to hereby convey the same parcels of real estate which were conveyed to us, the said grantors, by two (2) separate Quit-Claim Deeds from the Maine Central Railroad Company, one (1) deed dated October 19, 1945 and recorded in the Kennebec County Registry of Deeds, Book 824, Page 343; and the other dated March 27, 1946, said deed to be recorded in the Kennebec County Registry of Deeds".

The purpose of this deed, and a deed of near or even date from the Grantee to the Grantor, to be recorded herewith, is to conform and correct the description of the premises described in Quit-Claim Deed with Covenant from Aviation Oil Company to Down East Energy Corp. dated January 31, 1985 and recorded in Book 2769, Page 56 to the description depicted on the Plan and as described in the two deeds from Maine Central Railroad Company to Elias A. Joseph and Annie M. Joseph recorded in Book 824, Page 343 and Book 906, Page 330.

TO HAVE AND TO HOLD the same, together with all the privileges and appurtenances thereunto belonging, to the said Grantee, its successors and assigns forever, subject however to liens for taxes assessed but not yet due and payable, rights reserved to the public, and all matters of record affecting title.

IN WITNESS WHEREOF, the said Downeast Energy Corp. has caused this instrument to be sealed with its company seal and signed in its company name by its Vice President, William Morrell, hereunto duly authorized this 5th day of August, 2009.

Downeast Energy Corp.


By: William Morrell
Its: Vice President

Witness

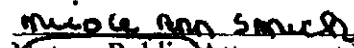
STATE OF MAINE
COUNTY OF CUMBERLAND

August 5, 2009

Then personally appeared the above named William Morrell, Vice President of Downeast Energy Corp. and acknowledged the foregoing instrument to be his free and voluntary act and deed, in said capacity, and the free act and deed of Downeast Energy Corp.

Before me,




Notary Public/Attorney at Law

Nicole Ann Smith
Printed name

Commission expiration _____

NICOLE ANN SMITH
Notary Public, Maine
My Commission Expires March 13, 2010